

DONELAN, CLEARY, WOOD & MASER, P C

ATTORNEYS AND COUNSELORS AT LAW

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1-246A027

September 3, 1991

The Honorable Sidney L. Strickland, Jr.
Secretary
Interstate Commerce Commission
Washington, D.C. 20423

17513
RECORDATION NO. FILED 1425

SEP 3 1991 -12 55 PM

INTERSTATE COMMERCE COMMISSION

SEP 3 12 53 PM '91
HOTOR OPERATING UNIT

Dear Secretary Strickland:

Enclosed for recordation, under the provisions of 49 U.S.C. §11303(a) and the regulations thereunder, are a fully executed and acknowledged original and a certified true copy of a Memorandum of Master Lease Agreement, dated as of August 20, 1991, a primary document.

The names and addresses of the parties to the enclosed document are:

Lessor: The CIT Group/Equipment Financing, Inc.
270 Park Avenue
New York, NY 10017

Lessee: The Belt Railway Company of Chicago
6900 South Central Avenue
Chicago, IL 60638

A description of the railroad equipment covered by the enclosed document is as follows:

One (1) Swingmaster Model 181 Swingloader Roadbed Maintenance Car, Manufacturer's Serial Number (vehicle) 91181L0095 (engine) 4D-227072.

The undersigned is the attorney-in-fact for purposes of this filing. Please return the original of the enclosed document to John K. Maser III, Esquire, Donelan, Cleary, Wood & Maser, P.C., Suite 850, 1275 K Street, N.W., Washington, D.C. 20005-4006 or the bearer thereof.

Counterparts - J.W. Maser

DONELAN, CLEARY, WOOD & MASER, P. C.

The Honorable Sidney L. Strickland, Jr.

September 3, 1991

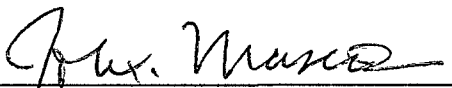
Page 2

Also enclosed is a remittance in the amount of \$15.00 for the required recording fee.

A short summary of the enclosed document to appear in the Commission's Index follows:

Memorandum of Master Lease Agreement, dated as of August 20, 1991, between The CIT Group/Equipment Financing, Inc., Lessor, and The Belt Railway Company of Chicago, Lessee, covering one (1) Swingmaster Model 181 Swingloader Roadbed Maintenance Car, Manufacturer's Serial Number (vehicle) 91181L0095 (engine) 4D-227072.

Respectfully submitted,

By: 
John K. Maser III
Attorney-in-Fact

Enclosure

1210-020

Interstate Commerce Commission

Washington, D.C. 20423

9/3/91

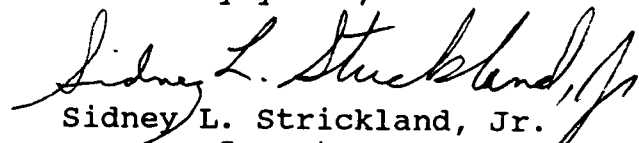
OFFICE OF THE SECRETARY

John K. Maser III, Esq.
Donelan, Cleary, Wood & Maser, P. C.
1275 K Street, N. W., Ste. 850
Washington, D. C. 20005-4006

Dear Sirs:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 9/3/91 at 12:55PM. , and assigned recordation number(s). 17513.

Sincerely yours,


Sidney L. Strickland, Jr.
Secretary

MEMORANDUM OF
MASTER LEASE AGREEMENT

RECORDATION NO. **17513** FILED 1425

SEP 3 1991 -12 55 PM

INTERSTATE COMMERCE COMMISSION

This Memorandum of Master Lease Agreement is intended to evidence the Master Lease Agreement, dated as of June 6, 1991 (the "Lease") between The CIT Group/Equipment Financing, Inc., a New York corporation (the "Lessor") and The Belt Railway Company of Chicago, an Illinois corporation (the "Lessee") for the purpose of satisfying the requirements of recordation with the Interstate Commerce Commission under Section 49 of U.S.C. 11303. Pursuant to the Lease, Lessor has leased to Lessee, at the rentals and upon the terms and conditions provided in the Lease, one Swingmaster Model 181 Swingloader Roadbed Maintenance Car, Manufacturer's Serial Number (vehicle) 91181L0095 (engine) 4D-227072.

IN WITNESS WHEREOF, the Lessor and Lessee, each pursuant to due authority, have executed this Memorandum of Lease as of this 20th day of August, 1991.

LESSOR:

THE CIT GROUP/ EQUIPMENT FINANCING,
INC.

By: 

Its: SVP

LESSEE:

THE BELT RAILWAY COMPANY OF CHICAGO

By: 

Its: President

STATE OF ILLINOIS

)

) S.S

COUNTY OF COOK

)

On this 19th day of August, 1991, before me personally appeared James E. Martin, to me personally known, who, being by me duly sworn, says that he is President of The Belt Railway Company of Chicago, that said instrument was signed on behalf of said corporation by authority of its Board of Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Sharon L. Kotterer
NOTARY PUBLIC

My Commission Expires:

May 1, 1993

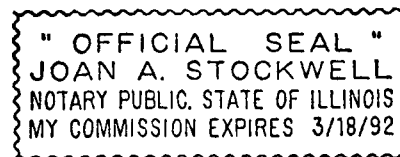
[Notarial Seal]



STATE OF ILLINOIS)
) S.S
COUNTY OF COOK)

On this 21st day of August, 1991, before me personally appeared Stephen L. McClure, to me personally known, who, being by me duly sworn, says that he is Senior Vice President of The CIT Group/Equipment Financing, Inc., that said instrument was signed on behalf of said corporation by authority of its Board of Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Joan A. Stockwell
NOTARY PUBLIC



My Commission Expires:

March 18, 1992

[Notarial Seal]

DISTRICT OF COLUMBIA) SS.:

CERTIFICATE OF TRUE COPY

I, John K. Maser III, a member of the Bar of the District of Columbia, do hereby certify that I have compared the attached copy of the document entitled "Memorandum of Master Lease Agreement" executed by The CIT Group/Equipment Financing, Inc., as Lessor, and The Belt Railway Company of Chicago, as Lessee, with the executed original thereof and find the said attached copy to be in all respects a true, correct and complete copy of the aforesaid executed original.

IN WITNESS WHEREOF, the undersigned has hereto affixed his signature this 3rd day of September, 1991.

John K. Maser III

Subscribed and sworn to before me this 3rd day of September, 1991.

Diane G. Hausman
Notary Public - D.C.

My Commission Expires September 30, 1991

